



CVFIBER EXECUTIVE COMMITTEE MEETING MINUTES

Virtually on MS Teams

February 6, 2024

Minutes Short Summary

The Executive Committee approved meeting minutes for December 19, 2023 and January 2 and 16, 2024. Jennille Smith reported that there is a half-mile left in CL03, but we are waiting for Hardwick Electric to complete this DA. Jennille Smith reported that the audit count has started and the materials are being trued up in Finale. Jennille Smith reported that 1,672 addresses have been passed. Jennille Smith reported that Legislation Day was successful. Jennille Smith reported that HR Happens has been hired for our in person Leaders Training in Barre, on February 23rd and this company will also provide a second remote Board wide training. Allen Gilbert pointed out that committee membership recommendations can go directly to the Governing Board; the Executive Committee does not need to approve these first. CVFiber is working to clarify the drops policy and the language for customers; David Mannix reported that the Finance Committee intends to form a working group for this purpose. The Executive Committee unanimously approved the motion to recommend to the Governing Board that we adopt and proceed with the MOU between CVFiber and NEK Broadband.

Executive Committee Members:

Present:

David Healey (Calais), Chuck Burt (Moretown), Jeremy Matt (Plainfield), Siobhan Perricone (Chair, Orange), Allen Gilbert (Worcester), Tom Fisher (East Montpelier), and David Mannix (Marshfield Alternate)

Others Present: Jennille Smith (Executive Director), Laurie Beth Putnam (Treasurer), Bonnie Batchelder (Finance Manager), Sybil Schlesinger (Note taker; Moretown Alternate), Linda Gravell (Waterbury), Ted Barnett (Williamstown), Christine Hallquist (VCBB), Christa Shute (NEK),

Call to order: Siobhan Perricone called the meeting to order at 5:01pm.

Additions to the agenda:

- None

Public comment

- None

Prior Meeting Minutes

- MOTION (Chuck Burt, Second David Healy)
Move to approve the minutes for the December 19, 2023 and January 2 and 16, 2024 Executive Committee meetings.
Passed unanimously.

Construction Update & Outlook

- Jennille Smith reported that there is a half-mile left in CL03, but we are waiting for Hardwick Electric to complete this DA. We plan to inform Hardwick Electric that we plan to file notice to the Department of Public Service. If construction cannot continue, Eustis might be able to shift to drops. Jennille Smith will follow up to ensure the crews have the right skill set.
- CVFiber has 100 customers as of yesterday.
- Tom Fisher asked why we couldn't move on to other areas. Jennille Smith replied that this is because funding isn't lined up to move to Marshfield. Jeremy Matt noted that Hardwick is months behind their deadline. CVFiber may lose the construction crews.
- Siobhan Perricone pointed out that CVFiber needs to maintain the relationship with the electric companies, particularly a small company like Hardwick. Jennille Smith noted that Lucas Stubbs has a more collegial relationship with Hardwick and some areas were approved. It is working but slowly. Filing a notice is similar to filing a lawsuit.
- Linda Gravell said she understood the permits were filed a year ago and they were paid.
- David Healy noted that the rules allow CVFiber to hire contractors to do the work that Hardwick was obligated to do. Tom Fisher asked if it was more likely that CVFiber will need to hire other contractors, so that this process could be started. Jennille Smith noted that CVFiber could do the make ready ourselves.
- Jeremy Matt asked if CVFiber does this work would Hardwick need to refund the payment. Jennille Smith responded that this is a legal, rather than a contractual, agreement. David Healy said the amount is \$300K.

Materials & Warehousing

- Jennille Smith reported that the audit count has started and the materials are being trued up in Finale. We are also looking to share resources with NEK Broadband. It is still premature for details. CVFiber has almost all the materials needed for 400 miles that require a long lead-time.

Operations Update & Outlook

- Jennille Smith reported that Waitsfield has hired new drop crews, and she will follow up to see if any of the construction crews can be switched to drops and installations. 1,672 addresses have been passed. CVFiber will continue the \$30 subsidy for six months for the five customers who had qualified for the federal subsidy, which has not been renewed.

- Linda Gravell asked if other CUDs share our drop crews, and Jennille Smith said this is the case. CVFiber seems to have the same number as NEK. Although we have increased, it is still not enough. Jennille Smith said the goal is five installations/day.
- Tom Fisher said he understood that aerial drops were prioritized because the ground is frozen. Jennille Smith said if there is existing conduit, CVFiber is trying to make the installation work. Tom Fisher said he knows two addresses that have conduit but were told they could not yet have an installation. Jennille Smith said the customers need to reach out.
- Siobhan Perricone is concerned about drops and installations as 72 people are waiting. Waitsfield is talking to Maine for a drop and installation crew, and CVFiber is always looking at other options. Everyone understands that connections need to happen as soon as possible.

Marketing Update & Outlook

- Jennille Smith reported that Legislation Day was successful. We met with the Lt. Governor, we offered testimony to the Finance Committee, and we hope to get \$20 million restored from flooding back to broadband. We are messaging our drops policy to try to clarify it, and messaging around the delay in installations. We are being cautious in RS01 and RS02. Olivia Kantyka has improved our messaging.

Human Resources Update – Training Reminder, Employee Review Process

- Jennille Smith reported that HR Happens has been hired for our in person Leaders Training in Barre, on February 23rd. All Chairs and Vice Chairs will be invited. A second Board-wide training will also take place, run by HR Happens.
- Siobhan Perricone noted that all board members will need to sign an affidavit to affirm that they have read the HR Policy and understood it.
- Tom Fisher asked if this has to be a public meeting because there will be a quorum. Jennille Smith said it will be publicly noticed, as will the Board training, which will not be in person. Tom Fisher asked if the leadership could also see the warehouse, so this, too, will need to be publicly noticed.

Committee and Board Membership

- David Mannix reported that they have asked for additional members and two people have responded. We would like to recommend Sybil Schlesinger.
- Tom Fisher asked if David Healy has a plan to hand off his position. David Healy replied that Christopher Shenk may step up.
- Allen Gilbert noted that the recommendations can go directly to the Governing Board. The Executive Committee does not need to approve new committee members or new committee chairs..

Drops and Town ARPA Discussion

- Jennille Smith noted that the current drops policy is that after 400 feet from the take-off pole, customers are charged \$1/foot. Identifying the take-off pole is up to Waitsfield. John Reid, for example, would have to pay \$2,100 for his drop because of the location of the take off-pole. We are actively working with Waitsfield to clarify this language. Jennille Smith noted that the drop scout puts a door hanger that says whether or not the

drop is over 400 feet. Linda Gravell asked if anyone speaks to the customer, and Jennille Smith said this hasn't necessarily happened.

- Allen Gilbert noted that the take off-pole is generally where the transformer is, and each residence has a transformer at the house for electricity. Tom Fisher noted that a transformer is where a conduit line or an aerial line runs to the house. The question is whether that is the best place to run fiber.
- Chuck Burt noted that the fundamental problem is there are so many exceptions that the language has to be necessarily vague. The new language is an improvement.
- Jeremy Matt said that someone has to be on site to see if a specific customer is within 400 feet; there is no way to tell from the design. Siobhan Perricone noted that CVFiber knows that most residents are within 400 feet.
- Linda Gravell noted that during the scout process, each property is examined and the length to the correct pole listed. She suggested that the customers with longer drops be notified proactively.
- David Mannix reported that the Finance Committee has plans to form a working group to formulate a policy.
- Allen Gilbert said CVFiber needs to be able to let customers know quickly the costs of their drops. Linda Gravell noted that this issue has been researched, and there are only a few customers who are more than 400 feet from the take-off pole.
- Siobhan Perricone noted that the scout teams need to be communicating the same message as CVFiber. Our conversation shows that we are not clear about this issue. This is a problem and we are working on it.
- Tom Fisher said that if CVFiber has the information, then we should have real numbers for customers. Are the scouts providing accurate information? Terms also should not be confusing: for example, if drops are not installations, the terms should not be used interchangeably.
- Tom Fisher noted he was confused about the MOU for Town ARPA funds because it isn't clear to him that CVFiber is meeting the MOU for his town. Siobhan Perricone noted that the Towns determined what went into each MOU.
- Allen Gilbert noted that his town chose to give their funds to connect homes to services, not municipal buildings because they felt these were already served. There is no more detail. In addition, not all Town MOUs are identical. Jennille Smith noted that drop fees are paid by ARPA funds to Waitsfield at \$1,500/drop. Allen Gilbert clarified that towns who contributed and those who did not are being treated the same.

Finance Update and Outlook: Joint Session with Finance Committee

- Siobhan Perricone noted that there is going to now be a joint Finance Committee and Executive Committee meeting. Once the Finance Committee has approved a motion, then the Executive Committee will have the opportunity to approve the motion.
- MOTION (David Mannix, Second Linda Gravell).

MOTION to enter into executive session for members of the executive committee and members of the finance and audit committee to discuss matters that are confidential pursuant to 1 V.S.A. § 313(a) that relate to contracts where premature general public knowledge would clearly place CVFiber at a substantial disadvantage. Further move to invite into executive session executive director, and treasurer, and certain individuals whose information is needed pursuant to (Sybil Schlesinger, Christa Shute, Christine Hallquist, and Bonnie Batchelder) 1 V.S.A. § 313(b).

Passed unanimously.

Enter Executive Session: 6:18pm

Exit Executive Session at 8:07pm

- MOTION (David Mannix, Second Jeremy Matt)

Move that the Executive Committee recommends to the Governing Board that we adopt and proceed with the MOU between CVFiber and NEK Broadband.

Passed unanimously.

Adjourn at 8:10pm

- **Motion to Adjourn:** Siobhan Perricone.

Respectfully submitted,
Jeremy Matt, Clerk